

In re Dowling College, Case No. 16-75545 (REG)
Bankruptcy Court for the Eastern District of New York

INDEX OF FIRST DAY MOTIONS¹

	<u>Title</u>	<u>Relief Sought²</u>	<u>Timing for Relief Sought</u>
1.	<p><u>Notice of Commencement</u></p> <p>Motion of the Debtor for Entry of an Order Approving the Form and Manner of Notice of Commencement of the Debtor's Chapter 11 Case</p>	Dowling College (" <u>Dowling</u> " or the " <u>Debtor</u> ") seeks entry of an order approving the form and manner of notice of commencement of the Debtor's Chapter 11 Case.	The Debtor is seeking first day relief.
2.	<p><u>Case Management Procedures Motion</u></p> <p>Motion of the Debtor for Entry of an Administrative Order Establishing Case Management Procedures</p>	The Debtor seeks entry of an administrative order authorizing the Debtor to implement the case management procedures to govern and alleviate certain noticing and related administrative burdens and costs for the Court, the Debtor's estate and all parties in interest.	The Debtor is seeking first day relief.
3.	<p><u>Garden City Group, LLC Retention Application</u></p> <p>Application for an Order Appointing Garden City Group, LLC, as Claims and Noticing Agent for the Debtor Pursuant to 28 U.S.C. § 156(c) and 11 U.S.C. § 105(a), <i>nunc pro tunc</i> to the Petition Date</p>	The Debtor seeks entry of an order appointing Garden City Group, LLC, as claims and noticing agent in the Debtor's case.	The Debtor is seeking first day relief.

¹ The First Day Motions and proposed First Day Orders may be viewed on the Court's website (<http://www.nyeb.uscourts.gov/>) with a login and password to the Court's Public Access to Court Electronic Records and copies of such documents can be obtained from the Debtor's proposed noticing agent, Garden City Group, LLC at <http://cases.gardencitygroup.com/dco>.

² Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the relevant first day motion.

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4.	<p><u>RSR Consulting, LLC Retention Application</u></p> <p>Debtor's Motion Pursuant to Sections 105(a) and 363(b) of the Bankruptcy Code for an Order (I) Authorizing RSR Consulting, LLC to Continue to Provide the Debtor with a Chief Restructuring Officer and Additional Personnel, and (II) Designating Robert S. Rosenfeld as Chief Restructuring Officer to the Debtor Effective as of the Petition Date</p>	<p>The Debtor seeks entry of an order pursuant to Sections 105(a) and 363 of the Bankruptcy Code authorizing RSR Consulting, LLC to continue to provide the Debtor with a CRO and additional personnel and (ii) designating Mr. Rosenfeld as the CRO to the Debtor effective as of the Petition Date in accordance with the terms and conditions set forth in that certain engagement letter dated October 17, 2016 by and between the Debtor and RSR.</p>	<p>The Debtor is seeking first day relief.</p>
5.	<p><u>DIP Financing and Cash Collateral Motion</u></p> <p>Debtor's Motion for Entry of Interim and Final Orders (I) Authorizing Debtor (A) to Obtain Post-Petition Secured, Superpriority Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 and (B) to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363; (II) Granting Adequate Protection to Pre-Petition Secured Creditors Pursuant to 11 U.S.C. §§ 361, 362, 363 and 364; and (III) Scheduling a Final Hearing Pursuant to Bankruptcy Rules 4001(B) and 4001(C)</p>	<p>The Debtor seeks authority to, among other things, borrow \$1,302,146 on an interim basis and \$4,974,779 on a final basis, to use Cash Collateral, and to grant adequate protection. To provide security to the DIP Agent and the DIP Lenders under the DIP Facility, the Debtor seeks authority to grant priming first priority security interests in and liens on all of the DIP Collateral.</p>	<p>The Debtor is seeking first day relief and requests that the Court schedule a final hearing on the motion.</p>

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6.	<p><u>Cash Management Procedures Motion</u></p> <p>Debtor's Motion for Entry of Interim and Final Orders (I) Authorizing the Closing and Balance Transfers of Certain Prepetition Bank Accounts; (II) Granting a Limited Waiver of Section 345 Investment and Deposit Requirements; and (III) Granting Related Relief</p>	<p>The Debtor seeks entry of an order (i) authorizing the Debtor to close certain Prepetition Bank Accounts and transfer funds held in such Prepetition Bank Accounts to the Debtor's newly created DIP Bank Accounts held at Signature Bank, an authorized depository institution by the United States Trustee for the Eastern District of New York, and (ii) granting a limited waiver of Section 345(b) of the Bankruptcy Code.</p>	<p>The Debtor is seeking first day relief and requests that the Court schedule a final hearing on the motion.</p>
7.	<p><u>Employee Benefit Motion</u></p> <p>Debtor's Motion for Entry of Interim and Final Orders Authorizing the Debtor to (I) Make Payments for Which Prepetition Payroll Deductions were Made and (II) Pay Union Obligations</p>	<p>The Debtor seeks entry of interim and final orders authorizing (i) payments to third parties for which prepetition payroll deductions or withholdings were made and (ii) payment of the Union Obligations related to the Debtor's monthly contributions to the union fund for a retirement plan. As of the Petition Date, the Debtor does not owe any amounts on account of pre-petition wages.</p>	<p>The Debtor is seeking first day relief and requests that the Court schedule a final hearing on the motion.</p>
8.	<p><u>Insurance Finance Motion</u></p> <p>Motion of Debtor and Debtor in Possession, Pursuant to Sections 105(a) and 363(b) of the Bankruptcy Code, for Entry of Interim and Final Orders Authorizing the Debtor to (I) Continue its Existing Insurance Programs and Related Agreements, Including Premium Financing Agreement and (II) Pay Certain Prepetition Insurance Premiums, Claims and Related Expenses</p>	<p>The Debtor seeks entry of interim and final orders authorizing the Debtor, subject to consultation with the indenture trustees and bond insurer for its prepetition funded debt, (a) to continue, and renew as necessary, its existing insurance programs, including, among others, its workers compensation program, property, flood, general liability and non-profit directors and officers liability policy, and (b) to honor and renew, as necessary, its prepetition insurance Premium Financing Agreement in the ordinary course of its business, including the payment of all required premiums and (c) to pay certain necessary prepetition, deductibles claims and related expenses.</p>	<p>The Debtor is seeking first day relief and requests that the Court schedule a final hearing on the motion.</p>

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9.	<p><u>Oakdale Campus Bidding Procedures and Sale Motion</u></p> <p>Debtor's <i>Ex Parte</i> Application for Entry of a Scheduling Order and Debtor's Motion for Entry of (I) an Order (A) Approving Bidding Procedures for the Sale of the Debtor's Oakdale Campus, (B) Scheduling an Auction and a Sale Hearing Related Thereto, (C) Approving the Form of Notice of the Auction and Sale Hearing, (D) Approving a Termination Fee and Expense Reimbursement; and (II) an Order (A) Approving such Sale of the Oakdale Campus Free and Clear of Liens, Claims, Encumbrances and Other Interests, (B) Allowing the Payment of Certain Valid Lien Claims and (C) Related Relief</p>	<p>The Debtor is seeking to sell certain real property consisting of an estimated 25 acre campus located at 150 Idle Hour Boulevard, Oakdale, New York 11769 (the "<u>Oakdale Campus</u>") to the successful bidder, either from a Qualified Bid, Stalking Horse Bidder, or Auction bid, pursuant to a proposed purchase agreement. As an initial matter, the Debtor is seeking entry of an order approving (i) bidding procedures, (ii) the time, date, and place for a potential Auction of the Oakdale Campus and Sale Hearing, (iii) the Sale Notice, and (iv) approval of, and authorization to pay, a Termination Fee and Expense Reimbursement to a potential Stalking Horse Bidder in accordance with the terms of the proposed purchase agreement (the "<u>Bidding Procedures Motion</u>"). In addition, the Debtor seeks entry of the Sale Order, approving, among other things, at the conclusion of the Sale Hearing, (i) the sale of the Oakdale Campus, free and clear of all liens, claims, encumbrances, and other interests with such liens, claims and encumbrances and other interests to attach to the proceeds of such sale, and (ii) the segregation of funds for the payment of the Termination Fee and Expense Reimbursement to the stalking horse bidder, if necessary and as may be allowed by the Court (the "<u>Sale Motion</u>").</p>	<p>The Debtor is requesting that the Court schedule a hearing to consider the Bidding Procedures Motion on shortened notice.</p>

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10.	<u>Residential Portfolio Sale Motion</u> Debtor's Motion for Entry of Interim and Final Orders (I) Approving Sale Procedures for the Sale of the Debtor's Residential Portfolio and (II) Approving Such Sales of the Debtor's Residential Portfolio Free and Clear of Liens, Claims, Encumbrance and Other Interests	The Debtor seeks entry of interim and final orders (i) approving sale procedures for the sale of the Debtor's Residential Portfolio and (ii) approving the sale of the Residential Portfolio free and clear of all liens, claims, encumbrances, security interests and other interests. The Residential Portfolio consists of thirty two (32) non-contiguous parcels of predominantly residential property scattered through the neighborhood adjacent to the Oakdale Campus. The Debtor requests an interim order to consummate the sale of six (6) parcels within the Residential Portfolio where special circumstances exist.	The Debtor is seeking first day relief and requests that the Court schedule a final hearing on the motion.
11.	<u>A&G Realty Partners, LLC and Madison Hawk Partners, LLC Retention Application</u> Application for Interim and Final Orders Authorizing the Retention of A&G Realty Partners, LLC and Madison Hawk Partners, LLC as Real Estate Advisors to the Debtor, <i>nunc pro tunc</i> to the Petition Date	The Debtor seeks the entry of interim and final orders approving the approving the retention of A&G Realty Partners, LLC and Madison Hawk Partners, LLC, as real estate advisors to the Debtor, <i>nunc pro tunc</i> to the Petition Date, to assist with the sale and disposition of the Oakdale Campus and the Brookhaven Campus. For the avoidance of doubt, the Campus Agents will not serve as real estate advisors with respect to (i) the Residential Portfolio and (ii) the Brookhaven Dorm.	The Debtor is seeking first day relief and requests that the Court schedule a final hearing on the motion.
12.	<u>Douglas Elliman Retention Application</u> Application for Interim and Final Orders Authorizing the Retention of Douglas Elliman as Real Estate Broker to the Debtor, <i>nunc pro tunc</i> to the Petition Date	The Debtor seeks the entry of interim and final orders approving the approving the retention of Douglas Elliman as real estate broker to the Debtor, <i>nunc pro tunc</i> to the Petition Date, to assist with the sale and disposition of the Residential Portfolio.	The Debtor is seeking first day relief and requests that the Court schedule a final hearing on the motion.

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13.	<p><u>Klestadt Winters Jureller Southard & Stevens, LLP Retention Application</u></p> <p>Application for an Order Approving the Retention of Klestadt Winters Jureller Southard & Stevens, LLP as General Bankruptcy Court to the Debtor, <i>nunc pro tunc</i> to the Petition Date</p>	The Debtor seeks entry of an order approving the employment and retention of Klestadt Winters Jureller Southard & Stevens, LLP as its general bankruptcy counsel <i>nunc pro tunc</i> to the Petition Date.	The Debtor is requesting that the Court schedule a hearing to consider the motion.
14.	<p><u>Ingerman Smith, LLP Retention Application</u></p> <p>Application for an Order Approving the Retention of Ingerman Smith, LLP as Special Counsel to the Debtor, <i>nunc pro tunc</i> to the Petition Date</p>	The Debtor seeks entry of an order approving the employment and retention of Ingerman Smith, LLP as its special counsel in relation to education, landlord tenant, and labor law matters, <i>nunc pro tunc</i> to the Petition Date.	The Debtor is requesting that the Court schedule a hearing to consider the motion.
15.	<p><u>Smith & Downey, PA Retention Application</u></p> <p>Application for an Order Approving the Retention of Smith & Downey, PA, as Special Counsel to the Debtor, <i>nunc pro tunc</i> to the Petition Date</p>	The Debtor seeks entry of an order approving the employment and retention of Smith & Downey, PA as its special counsel in relation to ERISA matters, <i>nunc pro tunc</i> to the Petition Date.	The Debtor is requesting that the Court schedule a hearing to consider the motion.

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16.	<u>Motion to Reject Leases</u> Motion of Debtor, Pursuant to Section 365(a) of the Bankruptcy Code, to Reject Certain Unexpired Leases Effective as of the Petition Date	The Debtor is seeking an order authorizing the Debtor to reject certain unexpired leases, which relate to office equipment, such as computers, printers and copiers leased by the Debtor, effective as of the Petition Date.	The Debtor is requesting that the Court schedule a hearing to consider the motion.
17.	<u>Interim Compensation Motion</u> Motion for Entry of an Administrative Order, Pursuant to Local Rule 2016-1 and 11 U.S.C. §§ 105(a) and 331, Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals	The Debtor seeks entry of an order establishing procedures for interim compensation and reimbursement of expenses of professionals who are or may, in the future, be retained pursuant to Sections 327 or 1103 of the Bankruptcy Code and reimbursement of expenses pursuant to Sections 330 and 331 of the Bankruptcy Code.	The Debtor is requesting that the Court schedule a hearing to consider the motion.
18.	<u>Motion to Approve Plan Support Agreement</u> Debtor's Motion Pursuant to Sections 105(a) and 363(b) of the Bankruptcy Code and Bankruptcy Rule 9019 for an Order Authorizing the Debtor to Enter Into and Perform Under Plan Support Agreement	The Debtor seeks entry of an order authorizing the Debtor to enter into and perform under that certain Plan Support Agreement, dated as of November 28, 2016, by and among the Debtor, ACA, as the bond insurer for the Series 2006 Bonds, and the Holders of the Debtor's Series 1996 Bonds, Series 2002 Bonds and Series 2015 Bonds.	The Debtor is requesting that the Court schedule a hearing to consider the motion.